

OCT 12 '11 -11 50 AM

SURFACE TRANSPORTATION BOARD



October 4, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Section Chief:

Please find enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) one original and one copy of the Memorandum of Railcar Lease Agreement, dated September 9, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Tealinc, Ltd.
1606 Rosebud Creek Road
Forsyth, MT 59327

Lessee: Oak Grove Resources LLC
1100 Superior Avenue
Cleveland, OH 44114-2544

A description of the railroad equipment covered by the enclosed document is:

Sixty (60) steel built rapid discharge railcars with the numbers JOBX 83001 through JOBX 830172 non-inclusive as more particularly set forth in Exhibit A attached to the document.

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

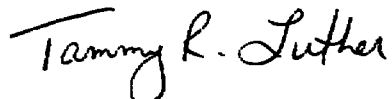
A short summary of the document to appear in the index is:

Memorandum of Railcar Lease Agreement.

Also enclosed is our check in the amount of \$41.00 payable to the Surface Transportation Board for the required recordation fee.

Please kindly return the file-stamped original/copy of the enclosed document to the undersigned.

Sincerely,

A handwritten signature in black ink that reads "Tammy R. Luther". The signature is written in a cursive style with a large, looped "T" and a distinct "L".

Tammy R. Luther

/tl
Enclosures

MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of September 9, 2011 by and between **Tealinc, Ltd.** ("Lessor") a Montana corporation and **Oak Grove Resources LLC** ("Lessee") an Ohio Corporation, with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Master Railcar Service and Lease Agreement No. 090911 dated September 9, 2011 between Lessor and Lessee (hereinafter referred to as the "Lease").

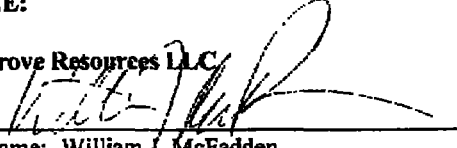
2. Pursuant to Schedule No. 090909 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the steel built rapid discharge Railcars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

LESSEE:

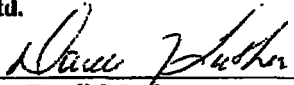
Oak Grove Resources LLC

By: 
Print Name: William J. McFadden
Title: Vice President

Address: 1100 Superior Avenue
Cleveland, OH 44114-2544
Phone: (216) 694 - 5299
Facsimile: (216) 694 - 5385

LESSOR:

Tealinc, Ltd.

By: 
Print Name: Darell J. Luther
Title: President

Address: 1606 Rosebud Creek Road
Forsyth, MT 59327
Phone: (406) 347-5237
Facsimile: (406) 347-5239

RECORDATION NO. 29936 FILED

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SURFACE TRANSPORTATION BOARD

STATE OF OHIO)
) ss.
COUNTY OF CUYAHOGA)

On this 30th day of September, 2011, before me personally appeared William J McFadden, to me personally known, who being by me duly sworn, says that he is the Vice President of Oak Grove Resources LLC, that the foregoing instrument was signed on behalf of said corporation for and on behalf of itself and its subsidiaries which may perform thereunder, and he acknowledged that the execution of the said instrument was his free act and deed.

Abby G. Mitchell
NOTARY PUBLIC

My commission expires: 2013



Abby G. Mitchell
Resident Summit County
Notary Public, State of Ohio
My Commission Expires: 05/26/2013

STATE OF Montana)
) ss.
COUNTY OF Rosebud)

On this 3 day of Oct, 2011, before me personally appeared Darell J. Luther, to me personally known, who being by me duly sworn, says that s/he is the President of Tealinc Ltd that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Virginia Haines
NOTARY PUBLIC

My commission expires: 12/21/2014

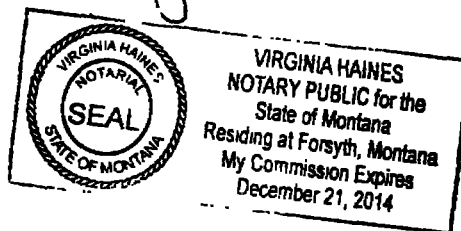


EXHIBIT A
To
MEMORANDUM OF RAILCAR LEASE AGREEMENT

Count	Initial	Number	Build Date	Count	Initial	Number	Build Date
1	JOBX	830001	May-78	31	JOBX	830100	Jul-78
2	JOBX	830005	May-77	32	JOBX	830101	Jul-78
3	JOBX	830010	Jun-78	33	JOBX	830103	Jul-78
4	JOBX	830012	Jun-78	34	JOBX	830105	Jul-78
5	JOBX	830014	May-78	35	JOBX	830108	Jul-78
6	JOBX	830024	Jun-78	36	JOBX	830114	Aug-78
7	JOBX	830025	Oct-78	37	JOBX	830116	Aug-78
8	JOBX	830026	Jul-78	38	JOBX	830121	Sep-78
9	JOBX	830033	Jul-78	39	JOBX	830123	Sep-78
10	JOBX	830035	Aug-78	40	JOBX	830125	Sep-78
11	JOBX	830045	Sep-78	41	JOBX	830127	Sep-78
12	JOBX	830052	Oct-78	42	JOBX	830128	Sep-78
13	JOBX	830056	Oct-78	43	JOBX	830134	Oct-78
14	JOBX	830061	Feb-81	44	JOBX	830136	Oct-78
15	JOBX	830063	Mar-81	45	JOBX	830138	Oct-78
16	JOBX	830066	Mar-81	46	JOBX	830142	Feb-81
17	JOBX	830067	Mar-81	47	JOBX	830147	Feb-81
18	JOBX	830069	Apr-81	48	JOBX	830148	Feb-81
19	JOBX	830070	Apr-81	49	JOBX	830149	Feb-81
20	JOBX	830074	Apr-81	50	JOBX	830150	Feb-81
21	JOBX	830076	Apr-81	51	JOBX	830151	Feb-81
22	JOBX	830079	May-81	52	JOBX	830153	Feb-81
23	JOBX	830082	May-81	53	JOBX	830156	Mar-81
24	JOBX	830085	Aug-79	54	JOBX	830160	Mar-81
25	JOBX	830087	Jun-78	55	JOBX	830161	Mar-81
26	JOBX	830088	Jun-78	56	JOBX	830162	Mar-81
27	JOBX	830091	Jun-78	57	JOBX	830165	Apr-81
28	JOBX	830092	Jun-78	58	JOBX	830168	Apr-81
29	JOBX	830093	Jun-78	59	JOBX	830170	Apr-81
30	JOBX	830097	Jun-78	60	JOBX	830172	May-81